



CREDITACCESS GRAMEEN LIMITED

POLICY ON BOARD DIVERSITY

Revision History

Version	Author	Description of Changes	Release Date
1.	Chief Compliance Officer	First version	January 12, 2018
2.	Chief Compliance Officer	Amendments made in Policy Statement and Insertion of new clause "Board Composition"	March 23, 2022

Version	Author	Reviewed By	Approved By
1.	Chief Compliance Officer	MD & CEO	Board of Directors
2.	Chief Compliance Officer	MD & CEO	Board of Directors

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POLICY ON BOARD DIVERSITY

1. Purpose of this Policy

The Board Diversity Policy ("The Policy") sets out the approach to ensure adequate diversity in its Board of Directors ("the Board") of CreditAccess Grameen Limited. The Policy is framed by the Company pursuant to clause 49 IV B (3) of the Listing agreement to ensure compliance with the applicable provisions of the Listing agreement.

The policy will be effective from January 12, 2018.

2. Policy Statement

With the view to achieve a sustainable and balanced development, the Company sees increasing diversity at the Board level as an essential element in supporting the attainment of its strategic objectives.

- a) Diversity is ensured through consideration of a number of factors, including but not limited to skills, regional and industry experience, background and other qualities.
- b) The Company shall also take into account factors based on its own business model and specific needs from time to time.
- c) The Nomination & Remuneration Committee shall lead the process of identifying and nominating candidates for appointment as Directors in the Board. The benefits of diversity continue to influence succession planning and continue to be the key criteria for the search and nomination of Directors to the Board.
- d) The selection of candidates for appointment in the Board will be based on professional merit which shall include review of the candidate's educational background, industry experience, expertise in the fields of business including Finance, Accounting, Information Technology, Human Resources, Law, Risk Management, Business Development and Management, Sales, Marketing, Administration, Research, Corporate Governance, or any other discipline related to the Company's business segments, keeping in view the Company's business operations, growth / diversification plans and the need to enhance competencies.
- e) In the process of selection of Board members, no person is discriminated against on the grounds of religion, race, caste, gender, or any other personal or physical attributes which do not affect his / her ability to perform as Director.

3. Board Composition

Board of directors shall have an optimum combination of executive and non-executive directors with at least one-woman director and not less than fifty per cent of the board of directors shall comprise of independent directors.

Explanation: for the purposes of this clause, Independent Director shall have the same definition as given in SEBI (LODR) Regulations, 2015.

- a) The CEO / MD of the Company shall not be appointed as the Chairman of the Board of Directors. The Chairperson of the Board shall be Non-Executive and Independent Director. In case of non-independent chairman, there will be independent vice chairman.

4. Monitoring and Reporting

As part of the Nomination and Remuneration committee's annual review of the structure, size and composition of the Board, the Committee will expressly consider and include commentary to the Board on the subject of the diversity of the Board.

5. Review of the Policy

The Board of Directors shall review this policy on a regular basis to ensure its effectiveness.
